



NORTH AMERICAN CAR CORPORATION

33 West Monroe
Chicago, IL U.S.A. 60603
Telephone 312.853.5000
Telex #255222

RECORDATION NO. 13680-H FILE 1425

January 24, 1983

JAN 27 1983 - 10 40 AM

INTERSTATE COMMERCE COMMISSION

JAN 27 1983

Secretary
Interstate Commerce Commission
Washington, DC 20423

Date
Fee \$ 10.00

RECEIVED
JAN 27 10 35 AM '83
FEE OPERATION BR.

Dear Secretary:

ICC Washington, D. C.

I have enclosed an original and several counterparts of the documents described below, to be recorded pursuant to section 11303 of title 49 of the U.S. Code.

This document is a Supplement, a secondary document, dated as of October 25, 1982.

The primary document to which this is connected is recorded under Recordation No. 13680.

The names and addresses of the parties to the document are as follows:

Bailor and Assignee: The Connecticut Bank and Trust Company,
as Trustee under Trust Agreement dated
as of February 10, 1982 with General
Electric Credit and Leasing Corporation
One Constitution Plaza
Hartford, CT 06115

Bailee and Assignor: North American Car Corporation
33 West Monroe Street
Chicago, IL 60603

A description of the equipment covered by the document follows:

16 - 4000 cu. ft. covered hopper cars, pressure differential
unloading (15 PSI), 100-ton trucks, Class 10,
SN 390368-390383.

A fee of \$10.00 is enclosed. Please return the original and any extra copies not needed by the Commission for recordation to the messenger presenting this document.

A short summary of the document to appear in the index follows:

Re 22 16 Hoppers SN 390368-390383

*We think this
will be
13680-H,
but please
check -
Thanks.*

Herbert Conrad

Page Two

Supplement dated as of October 25, 1982, to Bailment Agreement and Assignment of Leases dated as of February 10, 1982 between The Connecticut Bank and Trust Company, as Trustee under Trust Agreement dated as of 2/10/82 with General Electric Credit and Leasing Corporation, One Constitution Plaza, Hartford, CT 06115, Attn: Corporate Trust Dept., Bailor and Assignee, and North American Car Corporation, 33 West Monroe St., Chicago, IL 60603, Bailee and Assignor, covering the following equipment.

16 - 4000 cu. ft. covered hopper cars, pressure differential unloading (15 PSI), 100-ton trucks, Class LO, SN 390368-390383.

Very truly yours,



Edward H. Soderstrom II

EHS/lmc
Enc.

Interstate Commerce Commission
Washington, D.C. 20423

1/27/82

OFFICE OF THE SECRETARY

Edward H. Soderstrom 11
North American Car
33 West Monroe
Chicago, Illinois 60603

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 1/27/82 at 10:40am, and assigned re-recordation number(s). 13680-H

Sincerely yours,

Agatha L. Mergenovich
Agatha L. Mergenovich
Secretary

Enclosure(s)

JAN 27 1983 - 10 40 AM

INTERSTATE COMMERCE COMMISSION

SUPPLEMENT, dated as of October 25, 1982, to the BAILMENT AGREEMENT AND ASSIGNMENT OF LEASES, dated as of February 10, 1982 (the "Assignment"), between THE CONNECTICUT BANK AND TRUST COMPANY, acting not in its individual capacity but solely as Trustee (the "Trustee") under a Trust Agreement, dated as of February 10, 1982, with General Electric Credit And Leasing Corporation, a Delaware corporation ("GECC"), and NORTH AMERICAN CAR CORPORATION, a Delaware corporation ("NACC"):

[WHEREAS, NACC and the Trustee desire to add the units of railroad equipment referred to in Schedule A hereto (the "Equipment") to the Assignment;]*

WHEREAS, NACC and the Trustee desire to assign the leases referred to in Schedule B hereto (the "Leases") to the Assignment;

NOW THEREFORE, in consideration of the mutual covenants and promises contained herein and in the Assignment, the Trustee and NACC agree as follows:

Article I. Definitions, Interpretation

1.01. The definitions set forth or incorporated by reference in the Assignment are incorporated herein by reference to the same extent as if set forth herein, except as herein otherwise provided.

1.02. In the event of any discrepancy between the provisions of this Supplement and the provisions of the Assignment, the provisions of the Assignment shall control and the provisions hereof are expressly made subject thereto.

Article II. Supplement to Assignment

2.01. The Assignment is hereby supplemented to add the Leases [and the Equipment]* thereto.

Article III. Representation and Warranties

3.01. The representations, warranties and covenants of NACC in the Assignment are true and correct on and as of the date hereof as though made on and as of this date.

* Delete if Supplement relates only to Leases.


IN WITNESS WHEREOF, NACC and the Trustee have
executed this Supplement as of this 25th day of October,
1982.

NORTH AMERICAN CAR CORPORATION

By



By


Asst. Secy.

ATTEST:

By

By



AGENT

SCHEDULE A

<u>Description of Equipment (including AAR designation)</u>	<u>Quantity</u>	<u>Reporting Mark (Inclusive)</u>	<u>Serial Number (Inclusive)</u>
4000 cubic foot covered hopper cars, pressure differential unloading (15 PSI) 100-ton trucks, Class LO	11	NAHX 390368-390378	390368-390378
4000 cubic foot covered hopper cars, pressure differential unloading (15 PSI) 100-ton trucks, Class LO	5	NAHX 390379-390383	390379-390383

SCHEDULE B

<u>Dates and Numbers of Master Lease and Rider</u>	<u>Reporting Marks of Equipment Subject to Lease</u>	<u>Serial Numbers of Equipment Subject to Lease</u>	<u>Description of Equipment (in- cluding AAR desig</u>
Car Leasing Agreement 7196 (dated 3-7-75) Rider No. 32 (dated 8-20-82)	NAHX 390368-390378	390368-390378	4000 cubic foot covered hopper cars, pressure differential unloading (15 PSI), 100-to trucks, Class LO
Car Leasing Agreement 7196 (dated 3-7-75) Rider No. 33 (dated 9-2-82)	NAHX 390379-390383	390379-390383	4000 cubic foot covered hopper cars, pressure differential unloading (15 PSI), 100-to trucks, Class LO

STATE OF *ILLINOIS*)
COUNTY OF *Cook*) SS.:

On this *25* th day of *October*, 19*82*, before me personally appeared *R. N. Tidball*, to me personally known, who, being by me duly sworn, says that he is a *VICE PRESIDENT* of NORTH AMERICAN CAR CORPORATION, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation and that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Fred B Baehle

Notary Public

[NOTARIAL SEAL]

STATE OF CONNECTICUT)
COUNTY OF FAIRFIELD) SS.:

On this *14th* day of *January*, 19*83*, before me personally appeared *Chris Lundberg*, to me personally known, who, being by me duly sworn says that (s)he is an agent of the Trustee and that said instrument was signed on behalf of said Trustee by authority of appointment dated *September 23, 1981*, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said Trustee.

Anna M Delahunt

Notary Public

(Notarial Seal)

ANNA MARIE DELAHUNT
NOTARY PUBLIC
MY COMMISSION EXPIRES MARCH 31, 1983